



## BURLINGTON NORTHERN RAILROAD

LAW DEPARTMENT

3800 Continental Plaza  
777 Main Street  
Ft. Worth, Texas 76102  
(817) 878-2385

### FEDERAL EXPRESS

2-155A023

June 2, 1992

Ms. Mildred Lee, Recordations  
Interstate Commerce Commission  
Room 2303  
12th and Constitution Ave., N.W.  
Washington, D.C. 20423

12923-C  
JUN 3 1992 - 2:00 PM  
INTERSTATE COMMERCE COMMISSION

Re: Document for Recordation: Instrument of Release  
and Satisfaction of the St. Louis-San Francisco  
Railway Company Refunding Purchase Money Mortgage  
Indenture, Dated as of February 1, 1968

Dear Ms. Lee:

I am enclosing an original and one verified copy of the document described below to be recorded pursuant to Section 11303, Title 49 of the United States Code.

The document to be recorded, a secondary document, is an Instrument of Release and Satisfaction of the St. Louis-San Francisco Railway Company Refunding Purchase Money Mortgage Indenture, dated as of February 1, 1968, by and between The Boatmen's National Bank of St. Louis, as Trustee, and St. Louis-San Francisco Railway Company (now Burlington Northern Railroad Company). The document is dated as of May 15, 1992. The primary document to which this is connected was recorded under ICC Recordation No. 12923 on February 12, 1981.

The names and addresses of the parties to the document are as follows:

Mortgage Trustee: The Boatmen's National Bank of  
of St. Louis  
510 St. Louis  
St. Louis, Missouri 63101

Mortgagor: Burlington Northern Railroad  
Company  
3800 Continental Plaza  
777 Main Street  
Fort Worth, Texas 76102

JUN 3 2 19 PM '92  
RECORDING UNIT

Ms. Mildred Lee

June 2, 1992

Page 2

A fee of \$16.00 is enclosed. Please return the original and any extra copies not needed by the Commission for recordation to the undersigned.

A short summary of the document to appear in the index follows:

Instrument of Release and Satisfaction of the St. Louis-San Francisco Railway Company Refunding Purchase Money Mortgage Indenture, dated as of February 1, 1968, by and between The Boatmen's National Bank of St. Louis, as Trustee, and St. Louis-San Francisco Railway Company (now Burlington Northern Railroad Company), ICC Recordation No. 12923, February 12, 1981.

Very truly yours,



Rebecca R. Martin  
Legal Assistant

Enclosures

**Interstate Commerce Commission**  
Washington, D.C. 20423

6/3/92

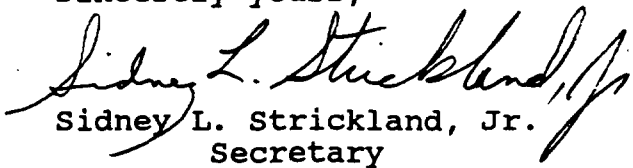
OFFICE OF THE SECRETARY

Rebecca R. Martin  
Legal Assistant  
Burlington Northern Railroad  
3800 Continental Plaza  
777 Main Street  
Ft. Worth Texas 76102

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 6/3/92 at 2:30pm, and assigned recordation number(s). 12923-C

Sincerely yours,

  
Sidney L. Strickland, Jr.  
Secretary

VERIFICATION


STATE OF TEXAS            )  
                                  )  
COUNTY OF TARRANT        )       ss.

REGISTRATION NO. 12923-C FILED 1425


JUN 3 1992 -2:00 PM

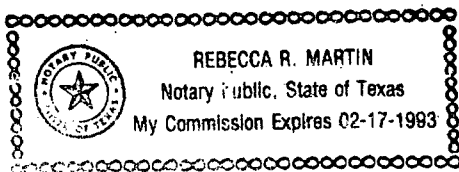
INTERSTATE COMMERCE COMMISSION

Tracy C. Flanigan, Attorney, Burlington Northern Railroad Company, being duly sworn, deposes and states that she has compared the attached copy with the original document and has found the copy to be complete and identical in all respects to the original document.

  
Tracy C. Flanigan

Subscribed and sworn to before me  
this 1st day of June, 1992.

  
Notary Public in and for the  
State of Texas



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THE BOATMEN'S NATIONAL BANK OF ST. LOUIS,  
AS TRUSTEE

12923.0  
RECORDED & INDEXED

JUN 3 1992 -2:00 PM

to

INTERSTATE COMMERCE COMMISSION

BURLINGTON NORTHERN RAILROAD COMPANY  
(formerly Burlington Northern Inc.,  
which former company was successor by merger  
to St. Louis-San Francisco Railway Company)

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**INSTRUMENT OF RELEASE AND SATISFACTION**

**OF**

**REFUNDING PURCHASE MONEY MORTGAGE  
INDENTURE, DATED AS OF FEBRUARY 1, 1968**

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Dated as of May 15, 1992

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**WHEREAS**, Burlington Northern Railroad Company (formerly Burlington Northern Inc., which former company was successor by merger to St. Louis-San Francisco Railway Company) (hereinafter called the "Company"), pursuant to Section 3 of Article 4 of the **Refunding Purchase Money Mortgage Indenture**, dated as of February 1, 1968, as supplemented by the First Supplemental Indenture dated as of February 1, 1968, and the Second Supplemental Indenture dated as of May 14, 1981, between the Company and The Boatmen's National Bank of St. Louis, as Trustee, (said Refunding Purchase Money Mortgage Indenture and said supplemental indentures thereto being hereinafter collectively called the "Indenture"), called for redemption all of the then outstanding St. Louis-San Francisco Railway Company 6-3/4 % Purchase Money Mortgage Notes of the Company (hereinafter called the "Notes"), the Notes being the only series outstanding under the Indenture; and

**WHEREAS**, the Company has deposited in trust with the Trustee the redemption price, plus interest accrued and unpaid, for all Notes not heretofore surrendered for redemption and has paid or caused to be paid all other sums payable by it under the Indenture.

**NOW, THEREFORE**, in consideration of the premises and of the sum of Ten Dollars (\$10.00) to the Trustee duly paid by the Company at or before the execution of this Instrument, receipt whereof is hereby acknowledged, and the full compliance, performance, observance, and completion by the Company of all of the obligations and undertakings on the Company's part to perform, observe, and complete, in, under, or by virtue of the Indenture, the Trustee, pursuant to the provisions of Section 2 of Article 12 of the Indenture, does hereby acknowledge that said Indenture is cancelled, satisfied,

released, and discharged, and does hereby assign, convey, transfer, and deliver to the Company, its successors and assigns, all the estate, right, title, and interest of the Trustee in and to the property, rights, and interest conveyed, assigned, and pledged to the Trustee under the Indenture, other than monies deposited with the Trustee for the purpose of paying the redemption price of any of the Notes not heretofore presented for redemption as aforesaid.

IN WITNESS WHEREOF, The Boatmen's National Bank of St. Louis has caused this Instrument to be signed and its corporate seal to be hereunto affixed by one of its Trust Officers and to be attested to by one of its Trust Officers as of the 15th day of May 1992.

THE BOATMEN'S NATIONAL BANK  
OF ST. LOUIS

By: R. Clasquin  
Name Printed: R. CLASQUIN  
Title: Trust Officer

(Seal)

ATTEST:

P. C. Quibelle  
Name Printed: P. C. QUIBELLE  
Title: Trust Officer

Signed, sealed, and acknowledged by The Boatmen's National Bank of St. Louis in the presence of:


Patricia P. Ottoline  
Lynd Stambert  
Attesting Witnesses.

ACKNOWLEDGMENT

THE STATE OF MISSOURI      §  
   §      SS:  
CITY OF ST. LOUIS      §

On this 28TH day of MAY 1992, before me, the undersigned, a Notary Public, appeared R. CLASQUIN, who, being before me duly sworn, did say he is a Trust Officer of The Boatmen's National Bank of St. Louis, St. Louis, Missouri, a national banking association organized and existing under the laws of the United States, and that the seal affixed to the foregoing instrument is the corporate seal of said company, and that said instrument was signed and sealed in behalf of said company by authority of its Board of Directors, and said officer acknowledged said instrument to be executed for the purposes therein stated and as the free act and deed of said company.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal at my office the day and year last above written.

  
Printed Name Joy Marie Lincoln  
Notary Public in and for said State  
Commissioned in City of St. Louis

My Commission Expires: Oct. 16, 1994

JOY MARIE LINCOLN  
NOTARY PUBLIC - STATE OF MISSOURI  
ST. LOUIS, MISSOURI  
MY COMMISSION EXPIRES OCT 16, 1994

After recording, return to:

Burlington Northern Railroad Company  
3800 Continental Plaza  
777 Main Street  
Fort Worth, Texas 76102  
Attention: Rebecca R. Martin